

CURTIS

Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Residential Capital, LLC
1100 Virginia Drive
MC: 190_FTW-M01
Fort Washington PA 19034

November 09, 2012

Inv. # 1557019
Our Ref. 062108-000430
SJR

Attention: Residential Capital, LLC

Re: Automatic Stay/Adequate Protection Matters

09/05/12	MG8	Participate in telephone conference with V. Tsoong, counsel to ETS, regarding plaintiff Susilo's service of subpoenas without obtaining relief from the automatic stay for conflicts purposes (.20)	0.20
09/06/12	MG8	Follow up with J. Zimmer regarding Wells Fargo's relief from stay motion and matters related to same (.10)	0.10
09/06/12	JZ	Confer with M. Gallagher regarding recent developments related to Wells Fargo's relief from stay motion for conflicts purposes (.10)	0.10
TOTAL HOURS			0.40

Summary of Services

	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Maryann Gallagher	Counsel	0.30	625	187.50
James Zimmer	Associate	0.10	345	34.50
		0.40		\$222.00
TOTAL SERVICES				\$222.00
TOTAL THIS INVOICE				<u>\$222.00</u>



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
 101 PARK AVENUE
 NEW YORK, NEW YORK 10178-0061

Outstanding Accounts Receivable

Invoice Date	Invoice Number	Invoice Amount	Payment Amount	Balance Due
09/12/12	1547996	94,623.00	0.00	94,623.00
10/16/12	1552240	24,216.50	0.00	24,216.50
		Prior Balance		\$118,839.50
		Balance Due		<u>\$119,061.50</u>



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

PLEASE RETURN THIS REMITTANCE WITH YOUR PAYMENT

Payment Instructions:

Wire Funds to - Bank: Citibank
ABA Routing #: 021000089
F/B/O: Curtis Mallet-Prevost Colt & Mosle LLP
Account#: 40585074

Mail Checks to - Curtis Mallet-Prevost Colt & Mosle LLP
General Post Office
P.O. Box 27930
New York, NY 10087-7930

Residential Capital, LLC
Inv. # 1557019

Total Services 222.00

Total Expenses 0.00

Applied Credit 0.00

Total This Invoice \$222.00

ACCOUNTS RECEIVABLE AGING - PRIOR BALANCE

<u>0 - 30 Days</u>	<u>31 - 60 Days</u>	<u>61 - 90 Days</u>	<u>91 - 120 Days</u>	<u>Over 120 Days</u>	<u>Total</u>
24,216.50	94,623.00				118,839.50

Balance Due \$119,061.50

If you require further information regarding past due accounts, please contact
Chandan/e Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State
Identification Number 13-5018900

This Statement is payable when rendered
in USD.

CURTIS
Curtis, Mallet-Prevost, Colt & Mosle LLP
ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Residential Capital, LLC
1100 Virginia Drive
MC: 190_FTW-M01
Fort Washington PA 19034

November 09, 2012

Inv. # 1557020
Our Ref. 062108-000700
SJR

Attention: Residential Capital, LLC

Re: **Curtis Retention/Billing/Fee Applications**

09/06/12 MG8	Correspond with E. Richards of Morrison & Foerster regarding First Interim Fee Applications, review attached fee application template and follow-up with working group regarding preparation of Curtis' First Interim Fee Application (.40)	0.40
09/06/12 JZ	Review template of First Interim Fee Application provided by Morrison & Foerster (.20)	0.20
09/06/12 JZ	Confer with working group regarding Issues related to July and August Fee Statement as well as First Interim Fee Application (.20)	0.20
09/07/12 JZ	Correspond with working group regarding issues related to finalizing July Monthly Fee Statement (.10)	0.10
09/11/12 AD	Revise and update the July 2012 Monthly Fee Statement and follow up with working group re: same (2.00)	2.00
09/11/12 JZ	Confer and correspond with working group regarding finalizing July Monthly Fee Statement (.30)	0.30
09/11/12 JZ	Review and revise July Monthly Fee Statement (.30)	0.30
09/12/12 AD	Update and revise July 2012 Monthly Fee Statement to reflect J. Zimmer and M. Gallagher's comments (2.50)	2.50
09/12/12 JZ	Review and revise draft of July Monthly Fee Statement (1.30)	1.30
09/12/12 JZ	Correspond with working group regarding comments to July Monthly Fee Statement (.10)	0.10
09/12/12 JZ	Confer and correspond with working group regarding issues related to finalizing July Monthly Fee Statement (.40)	0.40
09/13/12 AD	Further revise and update July 2012 Monthly Fee Statement per M. Gallagher's final comments and confer with J. Zimmer regarding same (1.50)	1.50
09/13/12 JZ	Confer with A. Dreiman regarding preparation of July Monthly Fee Statement and issues regarding same	0.10

November 09, 2012
Inv # 1557020
Our Ref # 062108-000700

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	(.10)	
09/14/12 JZ	Correspond with E. Richards regarding July Monthly Fee Statement (.20)	0.20
09/14/12 JZ	Correspond with working group regarding issues related to service of July Monthly Fee Statement (.20)	0.20
09/17/12 JZ	Confer with working group regarding preparation of August Monthly Fee Statement (.10)	0.10
09/19/12 JZ	Confer with working group regarding issues related to preparation of August Monthly Fee Statement (.10)	0.10
09/20/12 JZ	Confer with working group regarding preparation of August Monthly Fee Statement (.20)	0.20
09/21/12 JZ	Confer and correspond with working group regarding issues related to preparation of August Monthly Fee Statement (.10)	0.10
09/22/12 MG8	Correspond with D. McFadden of Residential Capital regarding Monthly Fee Statements and status of retainer (.20)	0.20
09/24/12 JZ	Attend to issues related to preparation of August Monthly Fee Statement (.10)	0.10
09/25/12 SJR	Attend to review of August Fee Statement for Curtis and comment on same (.40)	0.40
09/25/12 MG8	Review and revise August Monthly Fee Statement (.60)	0.60
09/25/12 JZ	Confer with working group regarding issues related to August Monthly Fee Statement (.10)	0.10
09/26/12 AD	Prepare and revise the Monthly Fee Statement Charts for August 1, 2012 through and including August 31, 2012 and follow up with working group regarding same (1.00)	1.00
09/26/12 JZ	Follow up with working group regarding issues related to preparation of August Monthly Fee Statement (.10)	0.10
09/27/12 AD	Update paralegal rate increases on the "Request to Modify Timekeeper Billing Rates" document (.10)	0.10
	TOTAL HOURS	12.90

November 09, 2012
Inv # 1557020
Our Ref # 062108-000700

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Summary of Services

	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Steven J. Reisman	Partner	0.40	830	332.00
Maryann Gallagher	Counsel	1.20	625	750.00
James Zimmer	Associate	4.20	345	1,449.00
Alana Dreiman	Legal Assistant	7.10	230	1,633.00
		12.90		\$4,164.00
TOTAL SERVICES				\$4,164.00
TOTAL THIS INVOICE				\$4,164.00

CURTIS
 Curas, Mallet-Prevost, Colt & Mosie LLP
ATTORNEYS AND COUNSELLORS AT LAW
 101 PARK AVENUE
 NEW YORK, NEW YORK 10178-0061

Outstanding Accounts Receivable

Invoice Date	Invoice Number	Invoice Amount	Payment Amount	Balance Due
07/30/12	1538155	17,825.50	0.00	17,825.50
07/31/12	1544991	22,513.50	0.00	22,513.50
09/12/12	1547997	12,944.00	0.00	12,944.00
10/16/12	1552241	2,049.90	0.00	2,049.90
Prior Balance				\$55,332.90
Balance Due				<u>\$59,496.90</u>



PLEASE RETURN THIS REMITTANCE WITH YOUR PAYMENT

Payment Instructions:

Wire Funds to - Bank: Citibank
 ABA Routing #: 021000089
 F/B/O: Curtis Mallet-Prevost Colt & Mosle LLP
 Account#: 40585074

Mail Checks to - Curtis Mallet-Prevost Colt & Mosle LLP
 General Post Office
 P.O. Box 27930
 New York, NY 10087-7930

Residential Capital, LLC
 Inv. # 1557020

Total Services 4,164.00

Total Expenses 0.00

Applied Credit 0.00

Total This Invoice \$4,164.00

ACCOUNTS RECEIVABLE AGING - PRIOR BALANCE

0 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	Over 120 Days	Total
2,049.90	12,944.00		40,339.00		55,332.90
Balance Due				<u>\$59,496.90</u>	

If you require further information regarding past due accounts, please contact
 Chandanle Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State
 Identification Number 13-5018900

This Statement is payable when rendered
 in USD.



Residential Capital, LLC
1100 Virginia Drive
MC: 190_FTW-M01
Fort Washington PA 19034

December 21, 2012

Inv. # 1560660
Our Ref. 062108-000100
SJR

Attention: Residential Capital, LLC

Re: Case Administration

10/01/12	MG8	Review heavy docket activity, much of which is related to objections to assumption and assignment and related cure amounts, in connection with Curtis' role as Debtors' conflicts counsel (1.00)	1.00
10/01/12	MAC	Review Fannie Mae's objection to Debtors' motion to assume and assign certain contracts in connection with potential conflicts issues (.40)	0.40
10/01/12	MAC	Conduct research in connection with issues re: Fannie Mae's objection to Debtors' motion to assume and assign certain contracts (1.20)	1.20
10/03/12	MG8	Review docket activity in Residential Capital's Chapter 11 cases, including numerous notices and pleadings related to several stay relief matters and objections to the sale motion for conflicts counsel purposes (.80)	0.80
10/04/12	MG8	Review docket activity in Residential Capital's Chapter 11 cases for conflicts purposes (.80)	0.80
10/04/12	AD	Update internal case calendar to reflect hearings and deadlines as set by the court (.10)	0.10
10/05/12	MG8	Review recent docket activity for conflicts purposes (.80)	0.80
10/09/12	MG8	Review recent docket activity for potential conflicts purposes (.80)	0.80
10/09/12	MG8	Attend to correspondence with T. Hamzehpour regarding Curtis' work on executory contract matters due to certain conflicts at Morrison & Foerster (.50)	0.50
10/10/12	MG8	Attend to docket activity for day in connection with Curtis' role as Debtors' conflicts counsel (.50)	0.50
10/11/12	AD	Begin assembling court documents for the Case Law Re: Objections to Debtors' Sale Motion and Proposals to Assume/Assign Executory Contracts binder per P. Buenger's request (2.70)	2.70
10/11/12	AD	Update internal case calendar to reflect hearings and	0.30

deadlines as set by the Court (.30)

10/12/12	MG8	Review daily docket activity in connection with Curtis' role as Debtors' conflicts counsel, including Committee's response to Debtors' motion to amend Barclays' DIP and Opinion on FHFA motion to compel discovery (.60)	0.60
10/12/12	AD	Finish assembling court documents for the Case Law Re: Objections to Debtors' Sale Motion and Proposals to Assume/Assign Executory Contracts binder per P. Buenger's request (.50)	0.50
10/15/12	MG8	Review daily docket activity for potential conflicts purposes (.50)	0.50
10/15/12	AD	Assemble court documents for the binder re: the October 17, 2012 Hearing on the Pre-Auction Objections of the RMBS Trustees to the Debtors' Sale Motion and Related Joinders (1.50)	1.50
10/16/12	MG8	Review daily docket activity for potential conflicts purposes, including pleadings filed by various contract counter-parties in connection with hearing on RMBS Trustee's pre-auction objections (.80)	0.80
10/19/12	MG8	Review daily docket activity for potential conflicts issues (.60)	0.60
10/22/12	MG8	Review recent docket activity for potential conflicts purposes (1.20)	1.20
10/23/12	MG8	Review recent docket activity in connection with Curtis' role as conflicts counsel to Debtors, including various stipulations modifying automatic stay, opinion denying request for borrowers' committee, revised scheduling order for RMBS settlement and various notices (.80)	0.80
10/23/12	AD	Update internal case calendar to reflect hearing dates and deadlines as set by the Court and follow up with J. Zimmer re: same (.50)	0.50
10/23/12	JZ	Confer and correspond with A. Dreiman regarding updating internal case calendar to reflect upcoming hearing dates (.10)	0.10
10/24/12	AD	Amend internal case calendar to reflect hearing dates and deadlines as set by the Court (.10)	0.10
10/25/12	MG8	Review recent docket activity in Residential Capital's Chapter 11 cases, as well as updates on status of auctions, for potential conflicts purposes (1.60)	1.60
10/26/12	MG8	Review docket and materials relating to auction results for potential conflicts purposes (.60)	0.60
10/26/12	MAC	Review recently filed pleadings in connection with	0.60

		Curtis' role as conflicts counsel to the Debtors (.60)	
10/29/12	MG8	Briefly review docket activity, including numerous objections to Debtors' proposed asset sales in connection with Curtis' role as Debtors' conflicts counsel (.80)	0.80
10/30/12	MG8	Briefly review docket activity, including agendas, notice and notice of adjournment of October 31st hearing for potential conflicts purposes (.30)	0.30
10/31/12	AD	Prepare folder of Filed Sales Procedures Orders and Responses to Sale Motion per M. Gallagher's request (.70)	0.70
TOTAL HOURS			21.70

Summary of Services

	Title	Hours	Rate	Amount
Michael Ari Cohen	Partner	2.20	730	1,606.00
Maryann Gallagher	Counsel	13.00	625	8,125.00
James Zimmer	Associate	0.10	345	34.50
Alana Dreiman	Legal Assistant	6.40	230	1,472.00
		21.70		\$11,237.50

TOTAL SERVICES \$11,237.50

Summary of Expenses

External Photocopy Services	373.30
Transportation Expense: Subway to Court	13.50

TOTAL EXPENSES \$386.80

TOTAL THIS INVOICE \$11,624.30



ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Outstanding Accounts Receivable

Invoice Date	Invoice Number	Invoice Amount	Payment Amount	Balance Due
07/30/12	1538615	34,290.10	0.00	34,290.10
07/31/12	1544985	42,382.20	0.00	42,382.20
09/12/12	1547991	14,593.61	11,704.21	2,889.40
10/16/12	1552235	25,347.29	20,323.94	5,023.35
11/09/12	1557014	18,957.00	15,169.20	3,787.80
Prior Balance				\$88,372.85
Balance Due				\$99,997.15

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Payment Instructions:

Wire Funds to - Bank: Citibank
ABA Routing #: 021000089
F/B/O: Curtis Mallet-Prevost Colt & Mosle LLP
Account# 40585074

Mail Checks to - Curtis Mallet-Prevost Colt & Mosle LLP
General Post Office
P.O. Box 27930
New York, NY 10087-7930

Residential Capital, LLC
Inv. # 1560660

Total Services	11,237.50
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Total Expenses	386.80
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Applied Credit	0.00
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Total This Invoice	\$11,624.30
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ACCOUNTS RECEIVABLE AGING - PRIOR BALANCE

0 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	Over 120 Days	Total
	3,787.80	5,023.35	2,889.40	76,672.30	88,372.85

Balance Due	\$99,997.15
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If you require further information regarding past due accounts, please contact Chandanie Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State
Identification Number 13-5018900

This Statement is payable when rendered
in USD.



Residential Capital, LLC
1100 Virginia Drive
MC: 190_FTW-M01
Fort Washington PA 19034

December 21, 2012

Inv. # 1560661
Our Ref. 062108-000210
SJR

Attention: Residential Capital, LLC

Re: Asset Analysis, Sales and Recoveries

10/01/12	SJR	Review Freddie Mac's Objection to pleadings regarding assignment of contract for conflicts purposes and follow up regarding same (.70)	0.70
10/01/12	MG8	Review objection of Fannie Mae to Debtors' notice of intent to assume or assign certain executory contracts and related cure amounts in connection with Sale Motion for conflicts purposes (.70)	0.70
10/01/12	MG8	Review FHLMC (Freddie Mac) objection to proposed assumption and assignment of executory contracts for conflicts purposes (.50)	0.50
10/04/12	SJR	Review research regarding partial assignment and assumption of servicing contracts related to mortgages under 365 of the Bankruptcy Code in connection with CitiMortgage's Objection (3.40)	3.40
10/04/12	SJR	Review Residential Capital's proposals to assume and assign certain executory contracts and cure amounts, as well as Objections filed in connection with same (1.70)	1.70
10/04/12	TPS	Begin reviewing objections to sale motion (.50)	0.50
10/04/12	MG8	Confer with P. Buenger regarding research issues related to CitiMortgage Objection to Sale Motion and American Home Mortgage decision (.30)	0.30
10/04/12	MG8	Review CitiMortgage objection to assumption and assignment, as well as cure amounts in connection with Sale Motion, per email from L. Marinuzzi (.50)	0.50
10/04/12	MG8	Correspond with S. Reisman regarding project relating to executory contracts raised by CitiMortgage objection to Sale Motion and other objections for conflicts parties (.30)	0.30
10/04/12	MG8	Confer with working group regarding executory contract research and attend to related follow up for conflicts purposes (.50)	0.50
10/04/12	MG8	Review American Home Mortgage decisions and prior	1.20

	research on severability issue (1.20)	
10/04/12 MG8	Confer with working group regarding research on executory contract issue relating to Sale Motion and related follow-up (.40)	0.40
10/04/12 PJB2	Confer with M. Gallagher re: objections to the notice of assumption and cure amounts of executory contracts of Debtors' assets by parties-in-interest with conflicts by the Debtors' main counsel (.30)	0.30
10/04/12 PJB2	Review Debtors' proposals to assume and assign executory contracts and cure amounts and various objections filed against same for conflicts purposes, including objections filed on behalf of CitiMortgage and Fannie Mae for conflicts purposes (3.30)	3.30
10/04/12 PJB2	Meet with H. Hiznay to discuss status of case and objections and research re: assignment and assumption of executory contracts piecemeal (.40)	0.40
10/04/12 PJB2	Research partial assignment and assumption of servicing contracts relating to mortgages under section 365 of the Bankruptcy Code (2.80)	2.80
10/04/12 HH	Confer with P. Buenger re: research project re: severability of contract provisions, particularly in context of assumption/rejection (.40)	0.40
10/04/12 HH	Research severability of contracts in the context of bankruptcy, in particular the rejection/assumption context, in connection with objection to sale notice for conflicts purposes (4.10)	4.10
10/05/12 SJR	Review documentation regarding CitiMortgage's Objection and attend to issues related to same (1.10)	1.10
10/05/12 SJR	Review correspondence of Curtis to Morrison & Foerster regarding CitiMortgage's Objection and strategy regarding same (.90)	0.90
10/05/12 MG8	Correspond with Curtis team regarding scope and direction of research on executory contract issues in connection with, inter alia, CitiMortgage objection (.60)	0.60
10/05/12 MG8	Correspond with L. Marinuzzi regarding executory contract research in connection with, inter alia, CitiMortgage objection for conflicts purposes (.40)	0.40
10/05/12 PJB2	Confer with H. Hiznay re: research on whether an executory contract can be severed into more than one underlying contract for purposes of assumption and assignment under section 365 of the Bankruptcy Code for conflicts purposes (.60)	0.60
10/05/12 PJB2	Review pre-auction objections of the RMBS Trustee to the Debtors' sale motion with respect to interrelated	1.30

		issues concerning objections to cure amounts by certain executory contract conflict parties, and related documents (1.30)	
10/05/12	JDM	Conduct research regarding assumption and assignment under Section 365 and severability under state law for conflicts purposes (2.50)	2.50
10/05/12	JDM	Confer with H. Hiznay regarding research regarding assumption and assignment under Section 365 and severability under state law (.50)	0.50
10/05/12	HH	Confer with P. Buenger re: research re: assumption or rejection of contracts in connection with Debtors' proposed sale of servicing agreements (.60)	0.60
10/05/12	HH	Conduct extensive research re: ability to sever contractual obligations in bankruptcy, particularly in connection with mortgage servicing agreements, including review of case law, law review articles and other secondary sources (8.80)	8.80
10/05/12	HH	Confer with D. Mize re: research project re: severability of contracts in bankruptcy, in connection with objections to Residential Capital's sale motion for conflicts purposes (.50)	0.50
10/06/12	SJR	Review and comment on draft Reply to RMBS Trustee's Objection (1.40)	1.40
10/06/12	MG8	Review draft reply to RMBS trustee preauction objections and follow up with working group regarding same (.60)	0.60
10/06/12	MG8	Review pleadings filed by K. Patrick in support of RMBS settlement for conflicts purposes and to see if it has any bearing on preauction objections raised by RMBS trustees (.60)	0.60
10/06/12	JDM	Research assumption and assignment under Section 365 and severability under state law (2.10)	2.10
10/06/12	JDM	Revise memo regarding assumption and assignment under Section 365 and severability under state law for conflicts purposes (1.20)	1.20
10/06/12	HH	Correspond with working group throughout the day re: research and preparation of memo re: severability of contracts in bankruptcy (.30)	0.30
10/06/12	HH	Finalize research re: severability of contracts in bankruptcy, in connection with objections to Residential Capital's sale motion for conflicts purposes (1.80)	1.80
10/06/12	HH	Draft memo re: ability to sever contractual obligations in bankruptcy, in connection with objections to Residential Capital's sale motion (4.60)	4.60

10/07/12	SJR	Review research under 363 and 365 of the Bankruptcy Code in connection with Objections made by conflicts parties (1.20)	1.20
10/07/12	MG8	Review summary of AMH decision circulated by Curtis team, as well as reports of updated research on executory contract issues (.60)	0.60
10/07/12	MG8	Correspond with Curtis team in connection with research under sections 363 and 365 of the Bankruptcy Code in connection with the Sale motion and certain objections made by conflict parties (.70)	0.70
10/07/12	MG8	Review draft memo on severability or executory contracts circulated by H. Hiznay and D. Mize and confer with Curtis team regarding same (.70)	0.70
10/07/12	MG8	Research precedent citing American Home Mortgage and review certain pleadings and orders in analogous cases for arguments and dispositions, including pleadings, documents and orders in the Capmark case in connection with certain objections to sale of Debtors' servicing platform (2.20)	2.20
10/07/12	JDM	Research discussions by bankruptcy courts related to the partial assumption of contracts under section 365 (3.80)	3.80
10/07/12	JDM	Confer and correspond with H. Hiznay regarding discussions by bankruptcy courts related to the partial assumption of contracts under section 365 (.60)	0.60
10/07/12	HH	Finalize memo prepared in conjunction with D. Mize re: severability of contracts in bankruptcy for conflicts purposes and confer with D. Mize regarding same (1.80)	1.80
10/07/12	HH	Prepare analysis of DB Structured Products, Inc. v. American Home Mortgage Holdings, Inc. per M. Gallagher's request, in connection with responses to objections to sale motion for conflicts purposes (2.10)	2.10
10/07/12	HH	Review dockets in Chapter 11 cases, such as Chrysler, GM, Lehman, and Capmark, for pleadings related to assumption and assignment of mortgage servicing contracts, to be used in connection with the objections to sale motion for conflicts purposes (4.60)	4.60
10/08/12	SJR	Attend to issues regarding 363 and 365 of the Bankruptcy Code in responding to Objections and analysis of issues regarding assumption and assignment of executory contracts whereby Debtors severed Certain Obligations related to same (4.40)	4.40
10/08/12	MG8	Meet with working group to review research conducted over weekend on issues relating to sale objections for	0.50

	conflicts purposes (.50)	
10/08/12 MG8	Meet with working group to discuss research results and additional research needed for various aspects of Sale Motion (.70)	0.70
10/08/12 MG8	Meet with P. Buenger regarding the review of sale orders and related asset purchase agreements for sales conducted pursuant to section 363 in connection with proposed sale of servicing platform (.30)	0.30
10/08/12 MG8	Participate in conference call with Curtis team and J. Marines of Morrison & Foerster regarding research and related issues for Debtors' Reply to RMBS pre-auction objections for conflicts purposes (.40)	0.40
10/08/12 PJB2	Review numerous Chapter 11 case dockets re: research for orders and/or motions under sections 363 and 365 of the Bankruptcy Code containing provisions whereby debtor's severed underlying obligations or contracts within assumption and assignment of executory contracts, including underlying decisions by respective bankruptcy courts and memoranda in support of motions for same for conflicts purposes (9.30)	9.30
10/08/12 PJB2	Participate in multiple discussions throughout the day with H. Hiznay re: review of numerous dockets containing orders and/or motions under sections 363 and 365 of the Bankruptcy Code (.60)	0.60
10/08/12 PJB2	Confer with M. Gallagher re: research of Chapter 11 dockets for orders and/or motions under sections 363 and 365 of the Bankruptcy Code containing provisions whereby debtor's severed underlying obligations or contracts within assumption and assignment of executory contracts (.30)	0.30
10/08/12 JDM	Confer with H. Hiznay regarding discussions by bankruptcy courts related to the partial assumption of contracts under section 365 and follow up regarding same for conflicts purposes (.60)	0.60
10/08/12 JDM	Conduct research regarding severability under New York law for conflicts purposes (4.20)	4.20
10/08/12 HH	Confer with P. Buenger throughout the day re: status of project re: reviewing dockets in large Chapter 11 cases for possible arguments to be used in connection with the objections to sale motion (.60)	0.60
10/08/12 HH	Confer with D. Mize to discuss status of research re: severing contractual obligations in connection with a 363 sale or 365 assumption rejection (.40)	0.40
10/08/12 HH	Draft email to Curtis team re: ground covered in reviewing various dockets in large Chapter 11 cases for	0.40

		possible arguments to be used in connection with the objection to sale motion (.40)	
10/08/12	HH	Continue reviewing various dockets in large Chapter 11 cases for possible arguments to be used in connection with the objections to sale motion for conflicts purposes (8.50)	8.50
10/08/12	HH	Review various dockets in large Chapter 11 cases for possible arguments to be used in connection with the objections to sale motion (2.10)	2.10
10/09/12	SJR	Review research regarding severance of underlying contracts and/or obligations under 365 of the Bankruptcy Code in connection with Sale Objections (1.80)	1.80
10/09/12	JD3	Review follow up correspondence re: Calpine Settlement Agreement and revised version of Settlement Agreement incorporating comments (.40)	0.40
10/09/12	JD3	Correspond re: arranging call with Calpine counsel re: comments to Settlement Agreement (.20)	0.20
10/09/12	JD3	Review, edit and circulate comments to Calpine Settlement Agreement for conflicts purposes (1.20)	1.20
10/09/12	MG8	Review materials relating to sale of REO property by GMAC to Calpine in connection with related settlement and attend to related follow-up with working group (.60)	0.60
10/09/12	MG8	Review correspondence regarding discovery, as well as updates and agenda for the October 10th status conference on Debtors' sale motion, in connection with Curtis' role as conflicts counsel to Debtors and confer with H. Hiznay regarding same (1.10)	1.10
10/09/12	MG8	Correspond with J. Marines of Morrison & Foerster regarding status of discussions with Nationstar on certain executory contract issues for potential conflicts purposes (.30)	0.30
10/09/12	MG8	Further review of research on assumption of executory contracts in connection with RMBS Trustee's pre-auction objections and related communications with Curtis team (1.50)	1.50
10/09/12	PJB2	Confer with working group re: reviewing various dockets and sale orders and motions under sections 363 and 365 of the Bankruptcy Code (.30)	0.30
10/09/12	PJB2	Correspond with working group re: follow-up to research on severance of underlying contracts and/or obligations under section 365 of the Bankruptcy Code (.10)	0.10
10/09/12	PJB2	Further review of numerous Chapter 11 dockets re:	4.80

research for orders and/or motions under sections 363 and 365 of the Bankruptcy Code containing provisions whereby debtor's severed underlying obligations or contracts within assumption and assignment of executory contracts, including underlying decisions by respective bankruptcy courts and memoranda in support of motions for same for conflicts purposes (4.80)

10/09/12	HH	Continue to review issues in connection with research project re: helpful precedent for sale of mortgage servicing contracts, in connection with Residential Capital's potential sale to Nationstar (1.20)	1.20
10/09/12	HH	Confer with M. Gallagher re: research for response to CitiMortgage objection to Sale Motion (.20)	0.20
10/09/12	HH	Update compilation of research for record keeping purposes (.60)	0.60
10/10/12	SJR	Review outline of Objection by CitiMortgage to Debtors' proposals to assume and assign certain executory contracts and cure amounts related thereto (1.40)	1.40
10/10/12	JD3	Prepare for and participate in call with K. Piper and M. Gallagher re: comments to Calpine Settlement Agreement and authority under Bankruptcy Court orders to sell REO property free and clear of liens and follow up re: same (.60)	0.60
10/10/12	MG8	Review draft settlement agreement transferring a certain California REO property to Calpine in resolution of Calpine issue with respect to gas pipeline on REO property and participate in phone call with J. Drew and K. Piper of Calpine regarding same (.80)	0.80
10/10/12	MG8	Confer with H. Hiznay regarding research for response to CitiMortgage objection to assumption and assignment of servicing agreements and related cure amount objection (.20)	0.20
10/10/12	MG8	Meet with P. Buenger to coordinate preparation of response to CitiMortgage objection to assumption and assignment of servicing agreements and related objection to proposed cure amount (.20)	0.20
10/10/12	MG8	Briefly review certain servicing agreements provided by client related to CitiMortgage objection to assumption and assignment and conduct related follow-up with Curtis team for conflicts purposes (.70)	0.70
10/10/12	PJB2	Begin outlining reply to objection by CitiMortgage to Debtors' proposals to assume and assign executory contracts and assign cure amounts related thereto and further review various pleadings filed re: proposed sale and assumption/assignment of executory contracts (3.40)	3.40

10/10/12	PJB2	Meet with M. Gallagher to discuss outlining reply to objection by CitiMortgage to Debtors' proposals to assume and assign executory contracts and assign cure amounts related thereto (.20)	0.20
10/10/12	JDM	Attend to review of Citibank objection to notice of sale for conflicts purposes (1.30)	1.30
10/10/12	HH	Review correspondence re: research project re: sale of mortgage servicing agreements for conflicts purposes (.20)	0.20
10/10/12	HH	Review issues and documentation in connection with sale of mortgage servicing agreements and follow up with M. Gallagher re: same (.40)	0.40
10/11/12	SJR	Review RMBS Trustee's Objection and CitiMortgage's Objection to assumption and assignment and analyze issues related to same (2.20)	2.20
10/11/12	MG8	Meet with Curtis team to discuss executory contract issues for research in connection with addressing issues common to RMBS Trustee's objections and CitiMortgage's objection to assumption and assignment (.70)	0.70
10/11/12	MG8	Research executory contract issues relating to indemnification obligations under servicing agreements in connection with addressing certain objections to the Sale Motion (3.70)	3.70
10/11/12	MG8	Participate in conference call with L. Marinuzzi, A. Barrage, and J. Marines to discuss certain executory contract issues common to CitiMortgage objection and RMBS Trustee's pre-auction objections for conflicts purposes (.60)	0.60
10/11/12	MG8	Confer with working group regarding research on executory contract issues (.20)	0.20
10/11/12	EC	Attend meeting with working group regarding research on indemnification obligation for successors in interest in assigned contracts under section 365 (.20)	0.20
10/11/12	PJB2	Further review various pleadings filed re: proposed sale and assumption/assignment of executory contracts in relation to objection by CitiMortgage to Debtors' proposals to assume and assign executory contracts and assign cure amounts related thereto (1.40)	1.40
10/11/12	PJB2	Conduct research re: prior bankruptcy section 363 sales involving assumption and assignment of underlying contracts under section 365 and the treatment of indemnification clauses within the executory contracts and cure amounts arising from same (3.40)	3.40

10/11/12	PJB2	Meet with working group to discuss next steps and further research re: various objections to Debtors' proposed sale order and proposals to assume/assign executory contracts for conflicts purposes (.80)	0.80
10/11/12	PJB2	Collaborate with working group on compiling case law re: objection by CitiMortgage to Debtors' proposals to assume and assign executory contracts and assign cure amounts related thereto (.30)	0.30
10/11/12	PJB2	Research section 365(f) and anti-assignability clauses to prepare for reply to objection by CitiMortgage to Debtors' proposals to assume and assign executory contracts and assign cure amounts related thereto (1.80)	1.80
10/11/12	PJB2	Confer with working group re: research of prior bankruptcy section 363 sales involving assumption and assignment of underlying contracts under section 365 and the treatment of indemnification clauses within the executory contracts and cure amounts arising from same (.20)	0.20
10/11/12	JDM	Attend meeting with working group regarding whether indemnity liability may be distinguished based on actions before the sale and after the sale and follow up regarding same for conflicts purposes (.80)	0.80
10/11/12	JDM	Research whether indemnity liability may be distinguished based on actions before the sale and after the sale (2.20)	2.20
10/11/12	HH	Meet with working group re: ongoing research project re: review of dockets for precedent relating to sale of mortgage servicing agreements (.80)	0.80
10/11/12	HH	Conduct research re: ongoing research project re: review of dockets for precedent relating to sale of mortgage servicing agreements for conflicts purposes (1.30)	1.30
10/12/12	SJR	Review RMBS Trustee's Response in Support of Pre-Auction Objections where Curtis is acting as Conflicts Counsel (1.30)	1.30
10/12/12	SJR	Review research on Residential Capital's indemnity issue in connection with sale transaction and supporting law for issues where there is the ability to bifurcate an indemnification obligation with respect to an assumed and assigned contract (2.30)	2.30
10/12/12	SJR	Review final e-mail to Morrison & Foerster regarding research on bifurcation of indemnification obligations with respect to an assumed and assigned contract prior to the closing of 363 sale (.80)	0.80

10/12/12	MG8	Research executory contract precedent relating to indemnification and contingent liabilities in connection with pre-auction objections and objection to assumption, assignment and cure amounts for conflicts purposes (4.30)	4.30
10/12/12	MG8	Meet with Curtis team to review progress of research on executory contract issues, next steps and coordination with Morrison & Foerster (.50)	0.50
10/12/12	MG8	Review AMBAC objections and RMBS Trustee's reply in connection with pre-auction objections for purposes of focusing executory contract research (.50)	0.50
10/12/12	EC	Meet with working group to discuss research relating to indemnity obligation under an assumed contract (.50)	0.50
10/12/12	EC	Perform legal research relating to accrual of indemnity claims and whether debtor may retain indemnity claims for pre-closing conduct when assigning an assumed executory contract (7.30)	7.30
10/12/12	PJB2	Research pre- and post-closing obligations under executory contracts being assumed and assigned within a 363 sale by purchaser or debtor with review of various case law and dockets re: same and confer with working group throughout the day re: same for conflicts purposes (8.30)	8.30
10/12/12	PJB2	Correspond with working group re: research on pre- and post-closing obligations under executory contracts being assumed and assigned within a 363 sale by purchaser or debtor (.30)	0.30
10/12/12	PJB2	Meet with working group to discuss research re: assumption and assignment of only post-closing obligations under executory contract within context of a 363 bankruptcy sale for conflicts purposes (.50)	0.50
10/12/12	PJB2	Review Response of RMBS Trustees in Support of their Pre-Auction Objections to the Debtors' Sale Motion (.70)	0.70
10/12/12	PJB2	Confer with working group re: pre- and post-closing obligations under executory contracts being assumed and assigned within a 363 sale by purchaser or debtor (.50)	0.50
10/12/12	HH	Attend to extensive internal correspondences throughout the day re: review of dockets and related research re: precedent for sale of mortgage servicing contracts, in connection with Residential Capital's proposed sale to Nationstar (.90)	0.90
10/12/12	HH	Continue extensive research in connection with precedent for sale of mortgage servicing contracts, in	3.20

	connection with Residential Capital's proposed sale to Nationstar for conflicts purposes (3.20)	
10/12/12 HH	Meet with working group re: precedent for sale of mortgage servicing contracts, in connection with Residential Capital's proposed sale to Nationstar (.50)	0.50
10/12/12 HH	Draft email to T. Foudy and M. Gallagher re: results of research re: Capmark (.90)	0.90
10/13/12 MG8	Research bankruptcy dockets for mortgage-related companies and relevant pleadings, documents and orders for precedent on treatment assigned contracts and related issues for conflicts purposes (9.50)	9.50
10/13/12 MG8	Correspond with Curtis team regarding research in bankruptcy case dockets for precedent regarding issues relating to assignment of contracts in sales of mortgage servicing businesses and related matters for conflicts purposes (.80)	0.80
10/13/12 PJB2	Correspond with working group re: further research and review various bankruptcy dockets and underlying pleadings where debtor assumed and assigned executory contracts and purchaser only assumes post-closing obligations arising under same (.40)	0.40
10/13/12 PJB2	Continue research and review of various bankruptcy dockets and underlying pleadings where debtor/s assumed and assigned executory contracts and purchaser only assumes post-closing obligations arising under same and draft summaries of same for conflicts purposes (6.90)	6.90
10/13/12 HH	Review docket of bankruptcy cases where debtor assumed and assigned executory contracts and purchaser only assumes post-closing obligations arising under same (10.20)	10.20
10/14/12 MG8	Review transcripts for hearings, objections and Debtors' omnibus reply to objections to sale of servicing business in American Home Mortgage bankruptcy case for precedent on certain contract matters (3.60)	3.60
10/14/12 MG8	Attend to review and comments on analysis of pleadings, orders, transcripts and related documents circulated by H. Hiznay and P. Buenger regarding precedent for assignment of agreements in servicing business sales (1.20)	1.20
10/14/12 PJB2	Correspond with working group re: further research into bankruptcy cases in which debtor assumed and assigned executory contracts and assignee did not assume pre-closing obligations or liabilities (.30)	0.30
10/14/12 PJB2	Research bankruptcy cases in which debtor assumed and assigned executory contracts and assignee did not	8.30

	assume pre-closing obligations or liabilities and review underlying pleadings, motions, orders and hearing transcripts of same (8.30)	
10/14/12 PJB2	Follow-up with working group re: research into bankruptcy cases in which debtor assumed and assigned executory contracts and assignee did not assume pre-closing obligations or liabilities and review underlying pleadings, motions, orders and hearing transcripts of same, including additional review of pleadings reflecting issues raised in Residential Capital matter for conflicts purposes (.80)	0.80
10/14/12 HH	Attend to docket review of bankruptcy cases in which debtor assumed and assigned executory contracts and assignee did not assume pre-closing obligations or liabilities (3.20)	3.20
10/15/12 SJR	Review documentation in connection with RMBS and CitiMortgage's Objections to sale and follow up regarding Curtis addressing conflict matters and issues regarding same (2.20)	2.20
10/15/12 MG8	Correspond with counsel to CPN and local counsel to Residential Capital regarding resolution of CPN request to resolve dispute through purchase of REO parcel for conflicts purposes (.30)	0.30
10/15/12 MG8	Continue to review research in connection with RMBS pre-auction objections and CitiMortgage's objection to sale research on docket searches for treatment of indemnification obligations and related materials and correspond with Curtis team regarding same (3.70)	3.70
10/15/12 EC	Perform legal research relating to accrual of indemnification claims under executory agreements and liability of debtor for pre-petition indemnifiable acts where obligation accrues through assertion of a claim after petition or confirmation of plan by bankruptcy court (4.90)	4.90
10/15/12 EC	Prepare memorandum describing when contractual indemnity obligation is deemed to arise for a debtor in the context of bankruptcy (1.40)	1.40
10/15/12 PJB2	Research bankruptcy cases in which debtor assumed and assigned executory contracts and assignee did not assume pre-closing obligations or liabilities and review underlying pleadings, motions, orders and hearing transcripts of same (3.80)	3.80
10/15/12 PJB2	Meet with working group to discuss update on research into bankruptcy cases in which debtor assumed and assigned executory contracts and assignee did not assume pre-closing obligations or liabilities and review underlying pleadings, motions, orders and hearing transcripts of same (.20)	0.20

10/16/12	SJR	Review research on assumed and assigned executory contracts and separation of liabilities and obligations where Curtis is acting as Conflicts Counsel (2.10)	2.10
10/16/12	MG8	Review research in indemnification liability relating to assumed contracts and confer with working group regarding same (.40)	0.40
10/16/12	EC	Prepare memorandum discussing accrual and timing of indemnity claims in bankruptcy for determination of whether contractual indemnity claims arising from an assigned contract are a claim against bankruptcy estate for conflicts purposes (7.90)	7.90
10/16/12	EC	Confer with working group regarding when indemnity claims arise against bankruptcy estate and relevancy of accrual of claims for determining timing of indemnity claims for preparation of memorandum (.20)	0.20
10/16/12	PJB2	Review non-mortgage related bankruptcy dockets and underlying pleadings, motions, orders and transcripts re: research on previous cases where executory contracts were assumed and assigned but purchaser did not assume all pre-closing obligations under the respective executory contracts for conflicts purposes (6.60)	6.60
10/16/12	HH	Research additional instances where issues similar to those in Residential Capital may have occurred (.40)	0.40
10/17/12	PJB2	Finish reviewing non-mortgage related bankruptcy dockets and underlying pleadings, motions, orders and transcripts re: research on previous cases where executory contracts were assumed and assigned but purchaser did not assume all pre-closing obligations under the respective executory contracts for conflicts purposes (3.60)	3.60
10/17/12	PJB2	Review various pleadings filed by conflicts parties for hearing on pre-auction objections and prepare for hearing on same (1.30)	1.30
10/17/12	PJB2	Meet with working group to discuss next steps in ongoing research re: assumption and assignment of executory contracts and preparation for upcoming hearing on pre-auction objections (.30)	0.30
10/18/12	PJB2	Correspond and confer with working group re: stipulation and order to be filed in Debtors v. Allstate et al. adversary proceeding and review docket re: same for conflicts purposes (.40)	0.40
10/22/12	SJR	Attend to preparation for auction of substantially all of Debtors' assets regarding conflicts issues related to same, as well as objections to sale of contracts (2.20)	2.20

10/22/12	MG8	Correspond with K. Piper of Calpine, J. Lowenthal, counsel to First American, and Harold Jones, litigation counsel to GMAC, regarding resolution to Calpine dispute involving transfer of certain parcel of REO to Calpine (.30)	0.30
10/22/12	PJB2	Review underlying documents and pleadings for preparation for upcoming auction of substantially all of Debtors' assets and additional potential bidders for conflicts purposes, including additional review of various documents for ongoing objections to sale motion and order for conflicts purposes (2.30)	2.30
10/22/12	PJB2	Meet with working group to discuss preparation for upcoming auction of substantially all of Debtors' assets and additional potential bidders for conflicts purposes (.20)	0.20
10/23/12	MG8	Update Curtis team on status of auctions for potential conflicts purposes (.30)	0.30
10/23/12	MG8	Participate in conference call with K. Piper and H. Jones regarding resolution to Calpine dispute with GMAC over REO property pursuant to which Calpine will purchase the REO property (.60)	0.60
10/23/12	MG8	Review draft settlement document prepared by Calpine, the Non-GSA servicing order and the Supplemental Servicing Order to confirm that proposed transfer of REO falls within those orders (.80)	0.80
10/25/12	MG8	Correspond with H. Jones, counsel to GMAC, in Calpine REO matter for conflicts purposes (.20)	0.20
10/25/12	MG8	Participate in telephone conference with N. Rosenbaum of Morrison & Foerster regarding issue relating to title company involved in proposed resolution of dispute with Calpine involving purchase of REO property by Calpine (.20)	0.20
10/30/12	MG8	Review Objection of CitiMortgage to Debtors' proposed sale of servicing platform (.50)	0.50
10/31/12	SJR	Attend to matters regarding Residential Capital's sale and strategy with respect to resolving Objection to same (.70)	0.70
10/31/12	MG8	Participate in conference call with Morrison & Foerster to review strategy for objections to sales and related follow up (1.40)	1.40
10/31/12	BMK	Compare executory contracts listed in CitiMortgage's Sale Objection with those referenced on the Debtors' Schedules (1.20)	1.20
10/31/12	BMK	Draft e-mail detailing the comparison of CitiMortgage	0.30

December 21, 2012
 Inv # 1560661
 Our Ref # 062108-000210

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Inc.'s sale objection with contracts listed on Debtors'
 Schedules (0.30)

10/31/12 JZ Correspond with working group regarding chart of
 objections to sale (.10) 0.10

TOTAL HOURS 277.80

Summary of Services

	Title	Hours	Rate	Amount
Steven J. Reisman	Partner	31.80	830	26,394.00
Turner P. Smith	Partner	0.50	830	415.00
Maryann Gallagher	Counsel	52.40	625	32,750.00
James V. Drew	Associate	2.40	590	1,416.00
Peter Josef Buenger	Associate	81.30	425	34,552.50
J. Derek Mize	Associate	19.80	425	8,415.00
Heather Hiznay	Associate	65.60	345	22,632.00
James Zimmer	Associate	0.10	345	34.50
Bryan M. Kotliar	Associate	1.50	305	457.50
Edward Combs	Associate	22.40	290	6,496.00
		277.80		\$133,562.50

TOTAL SERVICES \$133,562.50

Summary of Expenses

External Photocopy Services 55.50

TOTAL EXPENSES \$55.50

TOTAL THIS INVOICE \$133,618.00



Outstanding Accounts Receivable

Invoice Date	Invoice Number	Invoice Amount	Payment Amount	Balance Due
07/30/12	1538151	2,287.00	0.00	2,287.00
07/31/12	1544986	9,604.50	1,670.20	7,934.30
09/12/12	1547992	5,398.00	4,318.40	1,079.60
11/09/12	1557015	861.00	688.80	172.20
Prior Balance				\$11,473.10
Balance Due				\$145,091.10



Curtis, Mallet-Prevost, Colt & Mosle LLP
ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

PLEASE RETURN THIS REMITTANCE WITH YOUR PAYMENT

Payment Instructions:

Wire Funds to - Bank: Citibank
ABA Routing #: 021000089
F/B/O: Curtis Mallet-Prevost Colt & Mosle LLP
Account#: 40585074

Mail Checks to - Curtis Mallet-Prevost Colt & Mosle LLP
General Post Office
P.O. Box 27930
New York, NY 10087-7930

Residential Capital, LLC
Inv. # 1560661

Total Services 133,562.50

Total Expenses 55.50

Applied Credit 0.00

Total This Invoice \$133,618.00

ACCOUNTS RECEIVABLE AGING - PRIOR BALANCE

0 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	Over 120 Days	Total
	172.20		1,079.60	10,221.30	11,473.10

Balance Due \$145,091.10

**If you require further information regarding past due accounts, please contact
Chandanie Doma (Accounts Receivable Coordinator) at (212)839-6807.**

Federal & New York State
Identification Number 13-5018900

This Statement is payable when rendered
in USD.



ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Residential Capital, LLC
1100 Virginia Drive
MC: 190_FTW-M01
Fort Washington PA 19034

December 21, 2012

Inv. # 1560662
Our Ref. 062108-000220
SJR

Attention: Residential Capital, LLC

Re: Cash Collateral, DIP & Other Financing

10/10/12	MG8	Review motion to amend Barclays' DIP and related documents to allow for prior sale of Legacy and FHA/Va portfolios for potential conflicts purposes (.20)	0.20
TOTAL HOURS			0.20

Summary of Services

	Title	Hours	Rate	Amount
Maryann Gallagher	Counsel	0.20	625	125.00
		0.20		\$125.00
TOTAL SERVICES				\$125.00
TOTAL THIS INVOICE				\$125.00



ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

PLEASE RETURN THIS REMITTANCE WITH YOUR PAYMENT

Payment Instructions:

Wire Funds to - Bank: Citibank
ABA Routing #: 021000089
F/B/O: Curtis Mallet-Prevost Colt & Mosle LLP
Account#: 40585074

Mail Checks to - Curtis Mallet-Prevost Colt & Mosle LLP
General Post Office
P.O. Box 27930
New York, NY 10087-7930

Residential Capital, LLC
Inv. # 1560662

Total Services 125.00

Total Expenses 0.00

Applied Credit 0.00

Total This Invoice \$125.00

**If you require further information regarding past due accounts, please contact
Chandanie Doma (Accounts Receivable Coordinator) at (212)839-6807.**

Federal & New York State
Identification Number 13-5018900

This Statement is payable when rendered
in USD.



ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Residential Capital, LLC
1100 Virginia Drive
MC: 190_FTW-M01
Fort Washington PA 19034

December 21, 2012

Inv. # 1560665
Our Ref. 062108-000350
SJR

Attention: Residential Capital, LLC

Re: Hearings and Court Matters

10/10/12	MG8	Prepare for and attend omnibus hearing and status conferences regarding RMBS Settlement and RMBS pre-auction objections in connection with Curtis' role as Debtors' conflicts counsel (3.60)	3.60
TOTAL HOURS			3.60

Summary of Services

	Title	Hours	Rate	Amount
Maryann Gallagher	Counsel	3.60	625	2,250.00
		3.60		\$2,250.00
TOTAL SERVICES				\$2,250.00
TOTAL THIS INVOICE				\$2,250.00



ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Outstanding Accounts Receivable

Invoice Date	Invoice Number	Invoice Amount	Payment Amount	Balance Due
07/30/12	1538152	5,110.00	0.00	5,110.00
07/31/12	1544987	26,943.00	21,554.40	5,388.60
09/12/12	1547993	12,872.50	10,298.00	2,574.50
10/16/12	1552237	11,110.00	8,888.00	2,222.00
11/09/12	1557016	7,562.50	6,050.00	1,512.50
Prior Balance				\$16,807.60
Balance Due				\$19,057.60

This Statement is payable when rendered
in USD.